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TRANSMITTAL LETTER

FILED
99 OCT 29 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
10-27-99

500003028925-5
-10/29/99--01043--002
*****78.75 *****78.75

SUBJECT: Superior Asset Properties Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00

Filing Fee

☐ \$78.75

Filing Fee

& Certificate of Status

☒ \$78.75

Filing Fee
& Certified Copy

☐ \$87.50

Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Sterling Winchester
Name (Printed or typed)

7108 Fairway Drive #130
Address

Palm Beach Gardens, FL 33418
City, State & Zip

561-776-1100, ext. 26
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
SUPERIOR ASSET PROPERTIES, INC.

EFFECTIVE DATE

10-31-99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is:
Superior Asset Properties, Inc.

ARTICLE II - PRINCIPAL OFFICE

7108 Fairway Drive, #130
Palm Beach Gardens, Florida 33418

ARTICLE III - COMMENCEMENT

The corporation shall commence on the date of execution and acknowledgment of these articles.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of \$0.10, par value, common stock.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 7108 Fairway Drive, Suite 130, Palm Beach Gardens, Florida 33418 and the name and address of the initial registered agent is Richard A. Heitmeyer, 7108 Fairway Drive, Suite 130, Palm Beach Gardens, Florida 33418.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors shall be established by the bylaws and may be either increased or diminished from time to time as provided in the bylaws. The name and address of the initial director of the corporation is:

Richard A. Heitmeyer
7108 Fairway Drive
Palm Beach Gardens, Florida 33418

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Richard A. Heitmeyer
7108 Fairway Drive, #130
Palm Beach Gardens, Florida 33418

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors.

ARTICLE X – INDEMNIFICATION

Subject to the qualifications contained in Section 607.0850, Florida Statutes, the corporation shall indemnify its officers and directors and former officers and directors against expenses (including attorneys fees), judgments, fines and amounts paid in settlement arising out of his or her services as an officer or director of the corporation.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII – AFFILIATED TRANSACTIONS

This corporation elects not to be subject to the provisions of Section 607.0901, Florida Statutes, regarding affiliated transactions.

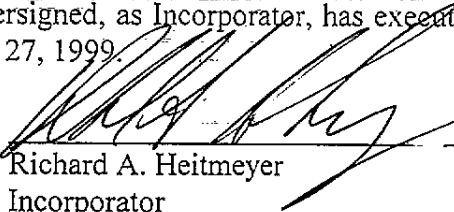
ARTICLE XIII – CONTROL SHARE ACQUISITION

This corporation elects not to be subject to the provisions of Section 607.0902, Florida Statutes, regarding control-share acquisitions.

ARTICLE XIV – MANAGEMENT OF CORPORATION BY STOCKHOLDERS

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the Shareholders of this corporation shall so elect, they may exercise all powers and conduct the business and affairs of this corporation in lieu of the Board of Directors.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on October 27, 1999.


Richard A. Heitmeyer
Incorporator

10/27/99
Date

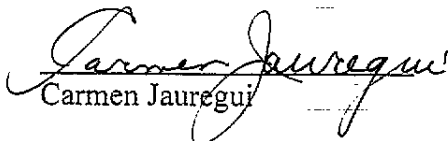
STATE OF FLORIDA)

) SS.:

COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day personally came and appeared before me, the undersigned notary public authorized to take acknowledgments, in the state and county set forth above, Richard A. Heitmeyer, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 27th day October, 1999.


Carmen Jauregui

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST—THAT SUPERIOR ASSET PROPERTIES, INC. DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS
PRINCIPAL PLACE OF BUSINESS AT THE CITY OF PALM BEACH GARDENS,
STATE OF FLORIDA, HAS NAMED RICHARD A. HEITMEYER, LOCATED AT
7108 FAIRWAY DRIVE, #130, CITY OF PALM BEACH GARDENS, STATE OF
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.

SIGNATURE: _____

Richard A. Heitmeyer

TITLE: _____ INCORPORATOR _____

DATE: _____ October 27, 1999 _____

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

SIGNATURE: _____

Registered Agent

DATE: _____ October 27, 1999 _____

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TALLAHASSEE, FLORIDA